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# Official Report of Debates (Hansard)

Wednesday 23 November 2016

# Journal des débats (Hansard)

Mercredi 23 novembre 2016

Standing Committee on  
Regulations and Private Bills

Comité permanent des  
règlements et des projets  
de loi d'intérêt privé



Chair: Ted McMeekin  
Clerk: Christopher Tyrell

Président : Ted McMeekin  
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## LEGISLATIVE ASSEMBLY OF ONTARIO

STANDING COMMITTEE  
ON REGULATIONS  
AND PRIVATE BILLS

Wednesday 23 November 2016

## ASSEMBLÉE LÉGISLATIVE DE L'ONTARIO

COMITÉ PERMANENT DES  
RÈGLEMENTS ET DES PROJETS DE LOI  
D'INTÉRÊT PRIVÉ

Mercredi 23 novembre 2016

*The committee met at 0902 in committee room 1.*

## SIMPLE STOPWATCH INC. ACT, 2016

Consideration of the following bill:

Bill Pr50, An Act to revive Simple Stopwatch Inc.

**The Chair (Mr. Ted McMeekin):** The Standing Committee on Regulations and Private Bills will now come to order.

I understand there are two private bills on the agenda for consideration today. The first is sponsored by MPP Martins, whom I'll introduce. Welcome.

**Mrs. Cristina Martins:** Thank you.**The Chair (Mr. Ted McMeekin):** The applicant is here. Could she introduce herself to us?**Ms. Laura Berthiaume:** I am Laura Berthiaume.**The Chair (Mr. Ted McMeekin):** Welcome, Laura. Does the sponsor have something she wishes to say?**Mrs. Cristina Martins:** Yes. First of all, good morning, Mr. Chair. It's a pleasure to be here. I'm here this morning to sponsor private Bill 50. Here is Laura Berthiaume, who just introduced herself. She is the owner of Simple Stopwatch Inc.

I'm going to pass the floor over to Laura right now.

**The Chair (Mr. Ted McMeekin):** Okay.**Ms. Laura Berthiaume:** Hi. Thanks for having me. I just wanted to reiterate what is in the bill and the compendium. Ours is a pretty straightforward situation. We started a software company. We built software that was meant for accountants, and after a considerable investment of time and money to build the software and market it, we decided that it wasn't profitable enough so we moved on to a different venture. Now we're doing software consulting and looking for other opportunities to potentially build different software.

We ran this starting about a year ago as a sole proprietorship and decided to turn it over to a corporation on the advice of our accountant. So, without talking to him first, I decided to close the Simple Stopwatch corporation and start a new one. Unfortunately, I went to visit him about a month later and he said that this wasn't a good idea, that we should have just started using Simple Stopwatch and running everything under that because they're a related business, the reason I guess being, from his perspective, that it was for tax purposes. It would just make it easier to use all of the previous infrastructure, all

the billing software that we had used and all of the processes, but I had already closed the corporation about a month prior to that and it was too late to do anything about that, so he suggested that we go through the process of reviving it.

**The Chair (Mr. Ted McMeekin):** Okay. Thank you. Are there any other interested parties here who want to make a comment on this application? Hearing none, are there any comments from the government side? Yes.**Ms. Daiene Vernile:** Good morning, Laura. So you had this company going, you dissolved it and now you want to get it going again. Can you tell me what the advantages are to resurrecting this the way it was before?**Ms. Laura Berthiaume:** The main one is that because we had put a lot of money into the corporation, the company was dissolved at a loss, and so our accountant had recommended that we revive it so that we could use the losses toward future gains that the company brings in.

For us, we had also set everything up with our corporate information on it, including, like I said, our invoicing and QuickBooks software, so we could just continue to use all of the things that we had set up if we revive it.

**Ms. Daiene Vernile:** Just quickly, can you tell us a bit about the software you're making?**Ms. Laura Berthiaume:** We had made a software previously. That was an accounting software that did time-tracking for them and allowed them to better track their billable hours. It was an automated software that could track the programs that they were using and then they would just, with the click of a button, be able to decide who to bill that time to.

The new software—we haven't actually built anything yet. All we've been doing is consulting now. We do everything custom. If a company needs something in particular, we just build that particular thing and set it up for them.

**Ms. Daiene Vernile:** Thank you very much.**The Chair (Mr. Ted McMeekin):** Okay, any questions or comments from committee members? Are members ready for the vote?

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Done.  
Thank you.  
**Mr. Bill Walker:** Good luck.  
**Ms. Laura Berthiaume:** Thank you.

#### ALL ABOUT WATER LTD. ACT, 2016

Consideration of the following bill:  
Bill Pr52, An Act to revive All About Water Ltd.  
**The Chair (Mr. Ted McMeekin):** We have a second bill, Pr52, An Act to revive All About Water Ltd. We have the sponsor, MPP DiNovo, here. Cheri, go ahead.  
**Ms. Cheri DiNovo:** Yes, I would like to introduce Mr. Farrell. He is going to give you all of the information that you need to know about this. Of course, we're talking about Bill Pr52. Thank you, Chair.

**The Chair (Mr. Ted McMeekin):** Okay.

**Mr. Kenneth Michael Farrell:** Thank you all for your time this morning. My name is Kenneth Farrell. I'm a barrister and solicitor from Horwitz, Finder and I'm appearing on behalf of All About Water.

The corporation was formed by letters patent in 1953 as Aquasoft Service Ltd. In 1960, it was acquired by a Mr. Norman White. Subsequently, Mr. White and his wife were the directors of the corporation.

In 1998, Mr. White passed away. Mrs. White continued as the sole director until 2014, when she resigned. At that time, it was the intention that their son, Paul White, would take over as director. He signed the paperwork, but at the time was suffering from mismanaged medication. He had undergone a serious procedure on his ankle and was unable to keep his affairs in order.

Unbeknownst to him, the corporation did not file its paperwork correctly. He was not nominated as director. Subsequent to that, there was no director on file.

Mr. White's condition prevented him from acting on the request for compliance that he received in January 2015, the notice of contravention of the Business Corporations Act, section 115, in March, subsequent to which he received the order cancelling the certificate of incorporation in July 2015, but again, his condition prevented him from taking proactive steps at that time.

Now it is their intention to revive the corporation. He will continue as its sole director. They will continue to dispose of all of the property held by the corporation and then, again, dissolve the corporation.

**The Chair (Mr. Ted McMeekin):** Thank you, Mr. Farrell. Are there any other interested parties in attendance who want to speak to this?

Hearing and seeing none, does the government have any comments? Do any other members have any comments? Does the sponsor have any comments?

**Ms. Cheri DiNovo:** No, Chair.

**The Chair (Mr. Ted McMeekin):** Okay. Are the members ready to vote? You've been looking forward to this all day, haven't you? Okay.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Carried.

Okay. We've done a full day's work already.

**Mr. Bill Walker:** Chair?

**The Chair (Mr. Ted McMeekin):** Yes?

**Mr. Bill Walker:** Before we adjourn, Mr. Chair: I've spoken to the Clerk and he is going to speak to you about this. I introduced Bill Pr53 earlier this week and I believe there's some time sensitivity, so I would like to request that we try as much as we can to have that on an agenda and at a meeting for next week. There's some time sensitivity. Before the end of the year, that needs to be passed, so I just wanted to bring that to your attention and would appreciate your indulgence.

**The Chair (Mr. Ted McMeekin):** Members are okay with that? Done.

**Ms. Soo Wong:** See, we can work together.

**Mr. Bill Walker:** Of course. It's all in how you ask.

**The Chair (Mr. Ted McMeekin):** All the time.

Does that conclude the meeting? The committee stands adjourned.

*The committee adjourned at 0912.*



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